## BEFORE THE NEVADA GAMING COMMISSION AND THE STATE GAMING CONTROL BOARD

| In the Matter of               |   |
|--------------------------------|---|
| WAYZATA INVESTMENT PARTNERS LL | С |
| (Registration)                 |   |

## ORDER

THIS MATTER came on regularly for hearing before the State Gaming Control Board ("Board") on March 3, 2010, and before the Nevada Gaming Commission ("Commission") on March 18, 2010, at Las Vegas, Nevada; and

THE BOARD AND COMMISSION having considered all information pertinent hereto;
IT IS HEREBY ORDERED BY THE NEVADA GAMING COMMISSION UPON THE
RECOMMENDATION OF THE STATE GAMING CONTROL BOARD:

- 1. THAT the following applications, as amended and supplemented, have been filed:
- a. The applications of Wayzata Investment Partners LLC and Patrick Joseph Halloran for a finding of suitability as a beneficial owner of common stock of Riviera Holdings Corporation (PTC).
- 2. THAT Wayzata Investment Partners LLC and Patrick Joseph Halloran are each found suitable, pursuant to NRS 463.643, as a beneficial owner of common stock of Riviera Holdings Corporation, subject to the following conditions:
- a. The approvals granted herein shall not be construed as a waiver of or exemption from the prior approval requirements of Regulation 16.200, and prior Commission

approval must be obtained if the acquisition of additional common stock of Riviera Holdings

Corporation would give Wayzata Investment Partners LLC and/or Patrick Joseph Halloran,

directly or indirectly, the power to direct or cause the direction of the management and policies

of Riviera Holdings Corporation,

- b. Commission approval shall be obtained prior to any person or entity becoming a manager, or replacing Patrick Joseph Halloran as the manager of Wayzata Investment Partners LLC or Map Holdings LLC,
- c. Patrick Joseph Halloran shall not, without the prior approval of the Commission, sell, assign, transfer, pledge or otherwise dispose of any direct or indirect membership interest in Wayzata Investment Partners LLC or Map Holdings LLC held by him, or any other security held by him that is convertible or exchangeable into a membership interest in Wayzata Investment Partners LLC or Map Holdings LLC, if the transaction would result in a change of control of Wayzata Investment Partners LLC or Map Holdings LLC,
- d. Wayzata Investment Partners LLC and Map Holdings LLC, shall, within 30 days of such change, report to the Board the addition of any new member or partner. Such report shall include the name, date of birth, social security number and any other such information as the Board may require on the new member or partner. If the new member or partner is an entity rather than a natural person, such report shall include the names, dates of birth, social security numbers and any other such information as the Board may require on the officers and directors of the new member or partner, and, if applicable, any person holding, directly or indirectly, more than five percent (5%) voting or economic interest in the prospective member or partner. The Commission may require, upon the recommendation of the Board, any member or partner of Wayzata Investment Partners LLC or Map Holdings LLC to file an application for licensure or a finding of suitability. The failure of such member or partner to file an application may be grounds for a finding of unsuitability and subject the member or partner to mandatory divestiture of the relevant interest, and

- e. Wayzata Investment Partners LLC and/or Map Holdings LLC shall, within thirty (30) days of the end of the calendar quarter, provide to the Board the following:
- (i) a list of all holders of all classes of securities of Wayzata

  Investment Partners LLC and Map Holdings LLC, including, but not limited to, common stock,
  membership interests, partnership interests, or other such securities,
- (ii) A disclosure of all criminal or regulatory sanctions, fines
  levied in the amount of \$100,000 or greater, court proceedings or investigations being
  conducted by any regulatory agency or court regarding Wayzata Investment Partners LLC, Map
  Holdings LLC or any of its direct or indirect subsidiaries during the relevant quarter, that are
  known to Wayzata Investment Partners LLC, Map Holdings LLC or its employees,
- (iii) A statement of all complaints, arrests, indictments or convictions of any member, manager, officer or director of Wayzata Investment Partners LLC or Map Holdings LLC regarding the rules and regulations of the Securities and Exchange Commission and any regulatory agency of any State where it conducts business, or any offense which would constitute a gross misdemeanor or felony if committed in the State of Nevada. The name, position, charge, arresting agency, and a brief description of the event must also be included in the statement,
- (iv) A listing of the percentage of all voting securities of Riviera

  Holdings Corporation beneficially owned by Patrick Joseph Halloran, Wayzata Investment

  Partners LLC, Map Holdings LLC or any of their subsidiaries or affiliates as of the last business

  day of such quarter and based on the most current information then available,
- (v) A detailed description of any change to the structure and/or operations of Wayzata Investment Partners LLC, Map Holdings LLC or its affiliates or subsidiaries which would affect Patrick Joseph Halloran's ability to control Wayzata Investments Partners LLC, Map Holdings LLC or its subsidiaries or affiliates through his position as manager.

- 3. THAT Wayzata Investment Partners LLC shall fund and maintain with the Board a revolving fund in the amount of \$25,000 for the purpose of funding investigative reviews by the Board for compliance with the terms of this Order and any amendments hereto. Without limiting the foregoing, the Board shall have the right, without notice, to draw upon the funds of said account for the payment of costs and expenses incurred by the Board and its staff in the surveillance, monitoring, and investigative review of all activities of Wayzata Investment Partners LLC and its affiliated companies.
- 4. THAT the Commission hereby expressly finds that the exemptions or conditions herein are consistent with the State policy set forth in NRS 463.0129 and 463.489.

ENTERED at Las Vegas, Nevada, this 18<sup>th</sup> day of March 2010.